

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT				1. Contract ID Code Cost-Plus-Fixed-Fee		Page 1 Of 5	
2. Amendment/Modification No. P00025		3. Effective Date 2004JAN12		4. Requisition/Purchase Req No. SEE SCHEDULE		5. Project No. (If applicable)	
6. Issued By TACOM WARREN BLDG 231 AMSTA-AQ-AHLB THOMAS MICHELIN (586)574-7112 WARREN, MICHIGAN 48397-5000 HTTP://CONTRACTING.TACOM.ARMY.MIL EMAIL: MICHELIT@TACOM.ARMY.MIL		Code W56HZV		7. Administered By (If other than Item 6) DCMA BALTIMORE 217 EAST RED WOOD ST SUITE 1800 BALTIMORE, MD 21202-5299		Code S2101A	
				SCD C PAS NONE ADP PT HQ0338			
8. Name And Address Of Contractor (No., Street, City, County, State and Zip Code) Z SYSTEMS CORP. 9500 ARENA DRIVE SUITE 220 LARGO, MD. 20774-3707 TYPE BUSINESS: Small Disadvantaged Business Performing in U.S.				<input type="checkbox"/>		9A. Amendment Of Solicitation No.	
						9B. Dated (See Item 11)	
				<input checked="" type="checkbox"/>		10A. Modification Of Contract/Order No. DAAE07-00-C-M021	
						10B. Dated (See Item 13) 2000MAY12	
Code 1BHV9		Facility Code					
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS							
<input type="checkbox"/> The above numbered solicitation is amended as set forth in item 14. The hour and date specified for receipt of Offers <input type="checkbox"/> is extended, <input type="checkbox"/> is not extended. Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended by one of the following methods: (a) By completing items 8 and 15, and returning _____ copies of the amendments: (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter or telegram which includes a reference to the solicitation and amendment numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. If by virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the opening hour and date specified.							
12. Accounting And Appropriation Data (If required) ACRN: AR NET INCREASE: \$931,141.00							
13. THIS ITEM ONLY APPLIES TO MODIFICATIONS OF CONTRACTS/ORDERS							
KIND MOD CODE: 6 It Modifies The Contract/Order No. As Described In Item 14.							
<input type="checkbox"/>		A. This Change Order is Issued Pursuant To: The Changes Set Forth In Item 14 Are Made In The Contract/Order No. In Item 10A.					
<input type="checkbox"/>		B. The Above Numbered Contract/Order Is Modified To Reflect The Administrative Changes (such as changes in paying office, appropriation data, etc.) Set Forth In Item 14, Pursuant To The Authority of FAR 43.103(b).					
<input type="checkbox"/>		C. This Supplemental Agreement Is Entered Into Pursuant To Authority Of:					
<input checked="" type="checkbox"/>		D. Other (Specify type of modification and authority) Exercise Option - Clause H-16					
E. IMPORTANT: Contractor <input checked="" type="checkbox"/> is not, <input type="checkbox"/> is required to sign this document and return _____ copies to the Issuing Office.							
14. Description Of Amendment/Modification (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)							
SEE SECOND PAGE FOR DESCRIPTION							

Except as provided herein, all terms and conditions of the document referenced in item 9A or 10A, as heretofore changed, remains unchanged and in full force and effect.

15A. Name And Title Of Signer (Type or print)		16A. Name And Title Of Contracting Officer (Type or print) STANLEY T. KULCZYCKI KULCZYCS@TACOM.ARMY.MIL (586)574-7004	
15B. Contractor/Offeror _____ (Signature of person authorized to sign)	15C. Date Signed	16B. United States Of America By _____ /SIGNED/ (Signature of Contracting Officer)	16C. Date Signed 2004JAN12

NSN 7540-01-152-8070
PREVIOUS EDITIONS UNUSABLE

30-105-02

STANDARD FORM 30 (REV. 10-83)
Prescribed by GSA FAR (48 CFR) 53.243

CONTINUATION SHEET	Reference No. of Document Being Continued		Page 2 of 5
	PIIN/SIIN DAAE07-00-C-M021	MOD/AMD P00025	
Name of Offeror or Contractor: Z SYSTEMS CORP.			

SECTION A - SUPPLEMENTAL INFORMATION

CONTRACT: DAAE07-00-C-M021
 MODIFICATION: P00025 (TPF for BFVS)
 PROGRAM: TOTAL PACKAGE FIELDING (TPF) Bradley, M113, M88, M9ACE, & PM Bridging

1. The purpose of Modification P00025 to Contract DAAE07-00-C-M021 is to exercise an option for 23,180 additional hours pursuant to Special Provision H-16.

2. This modification impacts the contract amount. For funding, administrative and page substitution purposes, this modification follows prior modification P00024. This modification increases the funding for CLIN 0001 and increases the total contract amount by \$931,141.00 from the prior amount of \$6,536,965.42 to a new total of \$7,468,106.42. The allocation of this funding is as follows:

	<u>Prior</u>	<u>This Change</u>	<u>Total</u>
Estimated Cost	\$6,168,387.86	\$ 878,522.00	\$7,046,909.86
Fixed Fee	<u>\$ 368,577.56</u>	<u>\$ 52,619.00</u>	<u>\$ 421,196.56</u>
Cost Plus Fixed Fee	\$6,536,965.42	\$ 931,141.00	\$7,468,106.42

3. This modification acquires an additional 23,180 man-hours of support to accomplish Total Package Fielding Support (TPF) efforts for the Bradley Fighting Vehicle System (BFVS).

4. This modification serves as written notice pursuant to Special Provision H-16, that the Government is acquiring 23,180 man hours of Total Package Fielding Support. These hours are being acquired under the following SubCLIN:

SubCLIN	<u>Prior</u>	<u>This Change</u>	<u>Total</u>
0001AE	9,630	23,180	32,810

5. Special Provisions B-2-1 and H.16 allow the Government to add man hours provided:
- a. Such hours do not exceed a cumulative maximum of 118,000.
 - b. The hourly cost and fixed fee is appropriate to the estimated cost and fixed fee(s) established for the entire 118,000 man hours.
 - c. The option is exercised prior to 18 Oct 2005.

6. This action is exercising the following option for 23,180 hours, at \$40.17 per hour. Based on contractor input, the estimated costs associated this this contractual action will be at the negotiated rate of \$40.17 (\$37.90 estimated cost and \$2.27 fixed fee). This modification obligates a total of \$931,141.00 based on the following:

a. Estimated Cost	23,180 hours x \$37.90	=	\$ 878,522.00
b. Fixed Fee	23,180 hours x \$ 2.27	=	<u>\$ 52,619.00</u>
c. CPFF			\$ 931,141.00
d. TOTAL			\$ 931,141.00

7. The parties to this agreement acknowledge that the contract is changed as set forth below:
- a. Paragraph H-16 and SubCLIN 0001AE are revised to reflect the updated data and additional funding resulting from this action.
 - b. Section G is revised to add the appropriation and administrative data for this action.

8. Except as provided herein, all other terms and or conditions of this contract shall remain unchanged and in full force and effect.

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Name of Offeror or Contractor: Z SYSTEMS CORP.

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0001AE	<p>SECTION B - SUPPLIES OR SERVICES AND PRICES/COSTS</p> <p><u>SERVICES LINE ITEM</u></p> <p>NOUN: BFVS TPF SUPPORT PRON: 7236F50272 PRON AMD: 03 ACRN: AR AMS CD: 31102897002</p> <p>Total Package Fielding for BFVS Vehicles including costs for Material and Travel.</p> <p>NOUN: Contractor shall furnish all the supplies and services to accomplish the task specified in Section C "Scope of Work", AND AS AMENDED</p> <p>Level of Effort: 55,810 Hours (Option Time Period) 2002 Nov 01 - 2004 Dec 31 24 to 36 months after original award</p> <p><u>REFERENCE CONTRACT CLAUSE H-16</u></p> <p>PRIOR BFVS Option Hours Remaining: 56,926 Option Hours this action (23,180) Total BFVS Hours remaining 33,746</p> <p><u>Modification P00017:</u> 9,630 Hrs X \$39.46 \$380,000.00</p> <p>TOTAL ESTIMATED COST \$358,525.00 FIXED FEE \$ 21,475.00 TOTAL COST \$380,000.00</p> <p><u>Modification P00025:</u> 23,180 Hrs X \$40.17 \$931,141.00</p> <p>TOTAL ESTIMATED COST \$878,522.00 FIXED FEE \$ 52,619.00 TOTAL COST \$931,141.00</p> <p>(End of narrative B001)</p> <p><u>Inspection and Acceptance</u> INSPECTION: Destination ACCEPTANCE: Destination</p> <p><u>Deliveries or Performance</u> DLVR SCH PERF COMPL <u>REL CD</u> <u>QUANTITY</u> <u>DATE</u> 001 0 31-DEC-2004</p> <p>\$ 2,218,721.00</p>			<p>Estimated Cost: \$2,093,337.00 Fixed Fee: \$ 125,384.00 CPFF: \$2,218,721.00</p>	\$ 2,218,721.00

Name of Offeror or Contractor: Z SYSTEMS CORP.

SECTION G - CONTRACT ADMINISTRATION DATA

LINE	PRON/ AMS CD/ ITEM MIPR	OBLG STAT/ ACRN JOB ORD NO		PRIOR AMOUNT	INCREASE/DECREASE AMOUNT	CUMULATIVE AMOUNT
0001AE	7236F50272	AR 1	\$	1,287,580.00	\$ 931,141.00	\$ 2,218,721.00
	31102897002	3ZGBGF				
	A13P300272GF					
				NET CHANGE	\$ 931,141.00	

SERVICE NAME	NET CHANGE BY ACRN	ACCOUNTING CLASSIFICATION	ACCOUNTING STATION	INCREASE/DECREASE AMOUNT
Army	AR	21 32033000035R5R03P31102825FB S2011336F502	W56HZV	\$ 931,141.00
				NET CHANGE \$ 931,141.00

	PRIOR AMOUNT OF AWARD	INCREASE/DECREASE AMOUNT	CUMULATIVE OBLIG AMT
NET CHANGE FOR AWARD:	\$ 6,536,965.42	\$ 931,141.00	\$ 7,468,106.42

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Name of Offeror or Contractor: Z SYSTEMS CORP.		

SECTION H - SPECIAL CONTRACT REQUIREMENTS

H-16 Option, BRADLEY FIGHTING VEHICLE SYSTEM (BFVS)

Pursuant to FAR 52.217-7, the Government shall have the unilateral right to increase the level of System Technical Support for Total Package Fielding under CLIN 0001 by up to 118,000 hours, at the estimated cost per hour to include fixed fee as established in paragraph B-2-1. The Contracting Officer may exercise the options set forth in this paragraph by giving written notice to the Contractor any time after Contract award through the sixtieth month after award. The performance there under to commence immediately upon the issuance of Work Directives corresponding to the increased hours. The CPFF hourly rate established in paragraph B-2-1 for that specific time period shall apply. The option may be exercised in any increment over the time period listed in paragraph B-2-1, but the total hours added to the Contract under the option will not exceed 118,000 hours.

By exercising any portion of the option increment of 118,000 hours, the Government will unilaterally extend the period of performance under CLIN 0001 to allow completion of this effort. The individual Work Directive will also reflect this extension. Any options exercised during the effective period of this contract and not completed within that time period, shall be completed by the contractor within the time specified in the work directive. The contract shall govern the Contractor's and the Government's rights and obligations with respect to that option to the same extent as if the option were completed during the contract's effective period; provided that the Contractor's performance shall not exceed 12 months after the option is exercised.

The number of option hours exercised is 23,180. The number of option hours remaining for exercise is 33,746 hours. The number of hours exercised to date is 84,254 (Modification P00025).

H-17 Option, M113, M9ACE, PM BRIDGING

Pursuant to FAR 52.217-7, the Government shall have the unilateral right to increase the level of System Technical Support for Total Package Fielding under CLIN 0002 by up to 102,000 hours, at the estimated cost per hour to include fixed fee as established in paragraph B-3-1. The Contracting Officer may exercise the options set forth in this paragraph by giving written notice to the Contractor any time after Contract award through the sixtieth month after award. The performance there under to commence immediately upon the issuance of Work Directives corresponding to the increased hours. The CPFF hourly rate established in paragraph B-3-1 for that specific time period shall apply. The option may be exercised in any increment over the time period listed in paragraph B-3-1, but the total hours added to the Contract under the option will not exceed 102,000 hours.

By exercising any portion of the option increment of 102,000 hours, the Government will unilaterally extend the period of performance under CLIN 0002 to allow completion of this effort. The individual Work Directive will also reflect this extension. Any options exercised during the effective period of this contract and not completed within that time period, shall be completed by the contractor within the time specified in the work directive. The contract shall govern the Contractor's and the Government's rights and obligations with respect to that option to the same extent as if the option were completed during the contract's effective period; provided that the Contractor's performance shall not exceed 12 months after the option is exercised.

The number of option hours exercised for this modification is 8,180. The number of option hours remaining for exercise is 49,080 hours. The number of hours exercised to date is 52,920. (Modification P00024).

H-18 Option, HERCULES (M88A2)

Pursuant to FAR 52.217-7, the Government shall have the unilateral right to increase the level of System Technical Support for Total Package Fielding under CLIN 0003 by up to 36,000 hours, at the estimated cost per hour to include fixed fee as established in paragraph B-4-1. The Contracting Officer may exercise the options set forth in this paragraph by giving written notice to the Contractor any time after Contract award through the sixtieth month after award. The performance there under to commence immediately upon the issuance of Work Directives corresponding to the increased hours. The CPFF hourly rate established in paragraph B-4-1 for that specific time period shall apply. The option may be exercised in any increment over the time period listed in paragraph B-4-1, but the total hours added to the Contract under the option will not exceed 36,000 hours.

By exercising any portion of the option increment of 36,000 hours, the Government will unilaterally extend the period of performance under CLIN 0003 to allow completion of this effort. The individual Work Directive will also reflect this extension. Any options exercised during the effective period of this contract and not completed within that time period, shall be completed by the contractor within the time specified in the work directive. The contract shall govern the Contractor's and the Government's rights and obligations with respect to that option to the same extent as if the option were completed during the contract's effective period; provided that the Contractor's performance shall not exceed 12 months after the option is exercised.

The number of option hours exercised is 4,550. The number of option hours remaining for exercise is 22,984 hours. The number of hours exercised to date is 13,016 (Modification P00020).